

Exhibit 11

Part 2 of 2

NFL-AFL

ARTICLE XXIII

TERMINATION OF THIS
CONSTITUTION AND BY-LAWS

Termination

This Constitution and By-Laws adopted by the NFL and AFL shall expire automatically and be of no further force or effect whenever the complete unification of the operations of both of said present leagues into the NFL as the surviving league occurs, but in any event no later than February 1, 1970.

AMERICAN FOOTBALL LEAGUE

CONSTITUTION

AND

BY-LAWS

CONSTITUTION AND BY-LAWS
of
AMERICAN FOOTBALL LEAGUE
CONSTITUTION

ARTICLE A-I

NAME

A-1.1 This League shall be known as the AMERICAN FOOTBALL LEAGUE.

ARTICLE A-II

OBJECTS

A-2.1 The object of the League is to promote the interests of the American Football League and of professional football.

ARTICLE A-III

A-3.1 The American Football League shall have perpetual existence.

ARTICLE A-IV

OFFICERS AND COMMITTEES

A-4.1 The officers shall be those of President, Chairman of the Executive Committee, Treasurer, and Secretary, and such other officers as may from time to time be designated at any annual or special meeting. The officers shall be elected at any annual meeting for a term of not less than one year nor more than ten years. They shall be elected by three-quarters of the votes cast and shall serve for such terms as they are elected and qualify, unless removed in the manner hereinafter specified in the By-Laws. One officer may be elected to one or more of these offices.

A-4.2 The Executive Committee shall consist of one representative from each member club. Such representative shall be duly appointed by the member club and notice thereof given to the President in writing. The President shall be Chairman of this Committee. He shall be entitled to vote only in case of a tie vote of the Executive Committee. In any hearing involving charges made against a club or by one club against another, the Committee members representing any of these clubs shall have no right to vote.

A-4.3 The Duties of officers and committees, the qualifications for membership in the League, the time and place of annual and special meetings, and such other regulations and prohibitions as may be deemed necessary or expedient, are as may be provided for in the By-Laws.

ARTICLE A.V

A-5.1 Each of the member clubs and their respective individual owners, partners, directors, officers and stockholders, as the case may be, shall be bound by all of the terms and provisions of the Constitution and By-Laws.

A-5.2 Each of the member clubs and their respective individual owners, partners, directors, officers and stockholders shall be bound by the decisions of the President and of the Executive Committee in every matter within their respective jurisdictions.

A-5.3 The form of players contract adopted and all contracts between member clubs and their officers, players, coaches and employees, shall contain a clause by which the parties agree to be bound by all of the provisions of this Constitution and By-Laws. Copies of all types of contracts must be filed with the President.

A-5.4 Any officer of the American Football League may be removed from that office for the following reasons only:

1. Conviction of a crime involving moral turpitude.
2. Physical or mental incapacity to perform the duties of that office.
3. Conduct detrimental to the American Football League.

The method for such removal is provided for in ARTICLE II of the By-Laws.

BY-LAWS OF THE AMERICAN FOOTBALL LEAGUE

ARTICLE A.I

PRESIDENT

A-1.1 The President is hereby vested by the American Football League and by each and every member club thereof with full and complete authority to carry out the duties herein delegated to him:

A-1.2 He shall preside at all meetings.

A-1.3 He shall preside at all meetings of the Executive Committee except as hereinafter specifically excepted.

A-1.4 He shall order and may be authorized to countersign checks for the payment of such current or ordinary bills as may be presented during the year prior to the annual meeting, if and when such bills are certified by him as just obligations. Such obligations, however, must be those which have to do with the normal operation of the League. Any capital investment or extraordinary obligations must be approved by three-fourths (¾) of the members of the Executive Committee, although such approval may be obtained by mail.

A-1.5 He shall fill by appointment any vacancies which may occur in elective offices for the balance of the term of said elective office or until the vacancy is filled by election duly held pursuant to these By-Laws.

A-1.6 He shall appoint all committees except the Executive Committee.

A-1.7 He shall formulate and from time to time announce the rules of procedure to be observed in connection with the enforcement of the Constitution and By-Laws. He may at any time twenty days prior to the annual meeting submit suggestions for changes to the Constitution and By-Laws.

A-1.8 In the case of conduct detrimental to the American Football League or professional football by any organization not a party to this agreement, or by any individual not connected with any of the parties hereto, the President may, at the expense of the American Football League, take appropriate legal action and such other steps as he may deem necessary and proper in the best interest of the American Football League or of professional football.

A-1.9 The President shall conduct the business of the League and may incur such expenses as in his judgment are necessary to carry on the business of the League, all of which expenses are to be paid from the League treasury.

A-1.10 Every person connected with the League or any member club in any way is prohibited from giving any publicity to any disciplinary action taken by the President, except that the President may issue such publicity when he deems such to be in the interest of the League. Without the prior approval of three-fourths of the member clubs, however, the President may not publicize any disciplinary action taken against any officer, director, or personnel of a member club.

A-1.11 He shall have the authority to remit any fine or to suspend any disciplinary action imposed by him.

A-1.12 He is herewith empowered to establish a Publicity Department. This department shall be under his exclusive jurisdiction and control. He shall have the right to engage the personnel of said department and fix the salaries and expenses thereof.

All publicity personnel of member clubs must send all of their releases to every newspaper, newspaperman, radio station and radio announcer, television station and television announcer located in League cities and which are on the master list of each club in each League city, whether they play in that particular city or not.

A-1.13 The Player grants to the Club and to the League, severally and jointly, the right to use and to authorize others to use the Player's name, picture, likeness, signature (or facsimile thereof), and biographical sketch or any part thereof, for publicity and/or advertising purposes in any manner whatsoever, including, without limitation, use in newspapers, magazines, motion pictures, game programs, annual roster manuals, books, radio and television material, broadcasts, telecasts, and in or in connection with any and all other kinds of communications media and commercial articles and

services, provided that in the case of such use in connection with trading cards or other commercial articles or services, all moneys received by the Club and/or by the League shall accrue to the Players' Benefit Fund of the American Football League. It is agreed the above grant shall not in itself constitute an endorsement by the Player of a commercial article or service, and that the Player reserves the exclusive rights for such personal endorsements in categories of commercial articles and services approved by the President.

A-1.14 He shall have the sole power to contract for the televising of all championship games to be played each year subject to the conditions contained in ARTICLE XVII of the By-Laws.

A-1.15 He is empowered to negotiate working agreements on behalf of the League with other leagues, which shall be presented to the American Football League for approval before execution. A two-thirds (2/3) vote of members shall be required for approval.

A-1.16 He shall keep the records of the proceedings of the League, and shall make an accurate account of all business that has been transacted. He shall make a report at each annual meeting.

A-1.17 The President and Assistant Treasurer, if any, shall file a surety company bond in the same amount and in the same terms as provided in ARTICLE III, Section 4, of the By-Laws.

A-1.18 The President shall appoint a League Statistician who shall keep separate team statistics and records and over-all statistics and over-all records for the American Football League.

ARTICLE A-II

EXECUTIVE COMMITTEE

A-2.1 The Executive Committee, as provided for in Section 2 of ARTICLE IV of the Constitution, is hereby vested with the power to impose fines in excess of Two Thousand Dollars (\$2,000.00), but not to exceed Twenty-Five Thousand Dollars (\$25,000.00). It will require a vote of three-fourths (¾) of the members of this League to impose any such fine. It is hereby further vested with the power to investigate and make its recommendations to the League as to any matters referred to it by the President and to audit the books and records of the Treasurer and report on same at the annual meeting.

A-2.2 The Executive Committee shall be vested with the power to remit any penalty under any bond furnished to the League by any member and no penalty under any such bond shall be invoked without a three-fourths (¾) vote of the Executive Committee.

A-2.3 In the event of the death or inability of the President to act in his capacity, the Executive Committee shall declare an emergency to exist. It shall call a special meeting not more than thirty (30) days after such

an emergency is declared, the sole purpose of which shall be for the election of a new President.

A-2.4 In the event that any officer of the American Football League shall fail to abide by this Constitution and By-Laws to the extent that three-fourths (¾) of the Executive Committee shall deem it detrimental to the best interest of the League, then said Executive Committee shall have the full power and authority, after due notice and hearing, to remove said officer and terminate his contract.

ARTICLE A-III

TREASURER AND ASSISTANT TREASURER

A-3.1 The Treasurer shall have charge of the funds.

A-3.2 He shall pay all current bills and salaries incurred after the same have been approved by the President. He shall not use the League funds for any investment without the consent of two-thirds (2/3) of the League membership.

A-3.3 He shall submit at each annual meeting a detailed statement of all receipts and disbursements and a balance sheet showing the exact financial condition of the League as of the last day of the calendar month preceding the date of the annual meeting.

A-3.4 He shall file a surety company bond with the President. Said bond shall be in the sum of Five Hundred Thousand Dollars (\$500,000.00) and the obligee named in said bond shall be the American Football League. The premium for said bond shall be paid by the League.

A-3.5 He shall receive such compensation as the League may fix at any annual meeting, plus reasonable and necessary traveling and other incidental expenses.

A-3.6 He shall forward each week to each club a financial report of games played during that week. Such report shall include attendance, receipts, and any other information which the Treasurer may deem expedient. He shall include in such report any delinquencies from any clubs.

A-3.7 The Treasurer, with the written consent of the majority of the Executive Committee, shall perform the duties of the President in the event of the President's absence or inability to act. In the event of death, resignation or removal from office of the President, the Treasurer shall succeed to the office of the President until a new President is elected. He shall not fill the unexpired term of the President.

ARTICLE A-IV

MEMBERSHIP

A-4.1 The American Football League shall be limited to ten (10) teams unless enlarged or changed by a vote of three quarters (¾) of all members of the League.

A-4.2 The granting of two franchises in any one city shall be prohibited unless approved by all the members of the American Football League.

A-4.3 A franchise certificate shall be issued to all members by the American Football League. These franchises shall remain the property of the members to whom they were issued forever, unless said franchises shall be forfeited or transferred as herein provided.

A-4.4 Within fifteen (15) days after demand is made by the President, each club shall submit under the oath of its President and Secretary the following information and any other information which the President deems necessary to the structure of any club from time to time:

A. If a Corporation:

1. Copy of corporate charter
2. Amount and character of stock authorized
3. Amount and character of stock issued and outstanding
4. Names and addresses of stockholders
5. Names and addresses of directors
6. Names and addresses of officers

B. If not a Corporation:

1. Names and addresses of ownership and proportionate shares to each.

A-4.5 (A) Assessment. Whenever moneys are required to meet the expenses of the League, and League funds are not available for that purpose, then, upon demand by the President each member shall be obligated to contribute equally its share of the required moneys. Such assessments shall be in addition to the obligations of each member for the payment of the amounts prescribed in Section A-4.5 (B) hereof.

(B) No percentage of gate receipts will be assessed by the League Office for regular season games. No percentage of gate receipts will be assessed by League Office for pre-season games played in the home city of a team of either the AFL or NFL. Two per cent (2%) of net gate receipts for pre-season games played between AFL clubs in cities which are not members of either League will be forwarded to the Office. One per cent (1%) each of net gate receipts will be paid to the AFL and the NFL Offices for inter-league pre-season games played in cities which are not members of either League. Net gate receipts as used in this section is defined as gross gate receipts after deducting (a) all Federal, State and Municipal taxes assessed on sale of tickets, (b) a sum equal to fifteen per cent (15%) of the gross receipts after deducting the aforesaid taxes and (c) officials' fees and expenses in the amount of two thousand dollars (\$2,000.00) for each pre-season game.

A-4.6 Application for the transfer, assignment, or sale of a franchise or any controlling interest therein, or any shares of voting stock constituting control of a franchise or the cancellation thereof, must be accompanied by the franchise certificate. All applications for transfer, sale or assignment of a

franchise or any interest therein, or cancellation or retirement of voting stock shares of a franchise, or any act whatsoever which may change in any manner the ownership composition of a franchise, must be forwarded to the President, who shall make such investigation as he deems necessary, and who is hereby empowered to require from all parties any such information as he may deem necessary or desirable, the same to be furnished on demand and under oath if so requested. Upon completing his investigation of any such proposed transfer, sale, assignment, retirement or cancellation, the President shall refer same to the Executive Committee. Every such transfer, sale assignment, retirement or cancellation shall be subject to the approval of the Executive Committee by a three-quarters ($\frac{3}{4}$) vote. This vote can be taken by mail by the President if he so deems it advisable. In the event of the death of any person holding an interest in a League franchise, that interest or his shares of stock may pass by his will, or through intestacy, without the approval of the League.

A-4.7 Every such application shall be accompanied by a certified check payable to the American Football League in the amount of One Thousand Dollars (\$1,000.00) to cover costs and expenses, and the balance, if any remaining, shall be repaid to the applicant.

ARTICLE A-V

APPLICATION FOR MEMBERSHIP

A-5.1 A new franchise may be granted with the consent of three-quarters ($\frac{3}{4}$) of all the members. Any application for admission shall be accompanied by a certified check for Fifty Thousand Dollars (\$50,000.00) or such other amount as may unanimously be voted by the Executive Committee.

In case any application for admission is rejected, the President shall repay to the applicant the balance of the amount which accreted in the application, after deducting therefrom all reasonable expenses incurred in connection with the consideration of the application.

A-5.2 Application for membership in the American Football League shall be made by filing an application with the President on a form to be furnished to the applicant by the President.

A-5.3 All applications for membership shall be referred by the President to the Executive Committee which shall report its recommendations. If the Executive Committee shall report favorably, the franchise shall be granted, if approved by a three-fourths ($\frac{3}{4}$) vote of the member clubs. Any franchise or any agreement under which a franchise is granted may be modified or amended if approved by a three-fourths ($\frac{3}{4}$) vote of the member clubs who are members of the League at the time the franchise was granted.

ARTICLE A-VI

NOTICES

A-6.1 Any notice required to be given by any of the provisions of this

Constitution or By-Laws shall be deemed to be sufficient if in writing and addressed to the last known address of the addressee and deposited in the United States mails with postage prepaid, unless the Constitution or By-Laws specifically require some other or different form of notice.

ARTICLE A-VII MEETINGS ANNUAL MEETING

A-7.1 The annual meeting shall be held between February 15 and April 1 of each year at such date and place as shall be designated by the President. Notice of the date and place of the annual meeting shall be sent to all clubs at least twenty (20) days in advance of each meeting.

A-7.2 Special meetings may be called by the President upon his own initiative at a date and place to be designated by him. Notice of any special meeting shall be given all members not less than ten (10) days in advance of said meeting. Said notice may be waived by the unanimous vote of the member clubs.

After the date and place of the annual meeting, or any special meeting, have been set by the President, a unanimous vote of the members shall be necessary to change such date or place.

A-7.3 At all meetings of the League, each member club shall be entitled to one vote.

A-7.4 Six (6) members in good standing shall constitute a quorum for the transaction of business.

A-7.5 The order of business for the annual meeting shall be as follows:

Roll
Reading of the Minutes of the previous meeting
Admission of new members
Report of the President and Treasurer
Report of the Publicity Department
Report of other committees
Unfinished business
Nomination and election of officers
Installation of officers
New business
Adjournment

A-7.6 Except in matters provided for in the American Football League's Constitution and By-Laws, Robert's Rule of Order shall govern all meetings.

A-7.7 The President shall draft a schedule and send it to the member clubs as soon as possible after the annual meeting each year. The schedule

shall provide that each team in a division shall play each other team in that division home and home games each year, and that each team in the League will play at least one game with each other team in the League each year.

ARTICLE A-VIII PROHIBITIONS

A-8.1 It shall be considered a violation of the Constitution and By-Laws and conduct detrimental to the American Football League and professional football, for any club or any person connected in any way with a club or the American Football League:

A-8.2 To enter an officials' dressing room, unless authorized by the President.

A-8.3 A contract with any employee of the League or a club shall include therein a clause whereby said employee shall agree to abide by and to be legally bound by the Constitution and By-Laws and Rules and Regulations of the American Football League and by the decisions of the President which shall be final, conclusive and unappealable; such contract also shall include a clause which provides that the party or parties thereto if involved or affected in any manner whatsoever by a decision of the President agree to release the President and to waive every claim he or they may have against the President individually and in his official capacity and/or against the American Football League and against every club in the American Football League and against any director, officer and stockholder or partner of any club in the American Football League for damages and for all claims and demands whatsoever arising out of or in connection with the decision of the President.

A-8.4 To allow champagne or other alcoholic beverages in AFL dressing rooms nor in or around the field of play.

A-8.5 No beer or other beverage may be dispensed in AFL stadia except by being poured into paper cups.

A-8.6 Any use by any club at any time, from the start to the finish of any game in which such club is a participant, of any communications or information-gathering equipment, other than Polaroid-type cameras or field telephones, shall be prohibited, including without limitation video tape machines, telephone tapping or bugging devices, or any other form of electronic device that might aid a team during the playing of a game. The penalties for violation of foregoing rule, in addition to other fines or suspensions permitted under this Constitution and By-Laws, shall include suspension of the guilty person or persons for no less than five years and a fine of \$50,000 for the offending club.

ARTICLE A-IX PLAYER'S CONTRACT

A-9.1 The Standard Form of Player's Contract shall be used by all

member clubs, except that it shall be understood that any bonuses, salary advancements and other contractual arrangements shall be placed on back of said contract. The President shall be given the power to approve any changes made by a member club in the Standard Form of Player's Contract. All contracts must be submitted to the President's Office within 10 days of their being signed by the player.

A-9.2 Those players who were active during the previous year and whose options the club wishes to take up for the forthcoming season should on or before April 1 be sent written notice of the club's intention to renew said contract.

A-9.3 All other players who were active during the preceding season must be placed on waivers on or before April 1. If such players are placed on waivers and waivers are recalled, said players must be traded or signed by the waiving club on or before April 20 or again placed on waivers, without privilege of recall.

ARTICLE A.X

CONDUCT OF CHAMPIONSHIP GAMES

A-10.1 Each club shall have a minimum of 25 players under contract who shall be in uniform on the field and available to play in any championship game. In addition to the above roster limitations, each club may carry as "extras" all players who participate in the current year's Tribune All-Star game until the final cut on Tuesday prior to the opening Championship game.

A-10.2 If a player leaves camp within five days prior to the first cut down date or after the first cut down date but not later than the Saturday preceding the Saturday of the team's opening game of the season, he must return to camp within five days of departure or be subject to being placed on reserve by his current club. The club may, at its discretion, provide for the return of the player to the active roster by the fact that it retains a place on said roster for said player. If it does not retain a place on said roster for said player and the player returns within a five day period, the club shall be required to waive or trade the player in accordance with league rules; however, should he walk out following the last Saturday preceding the Saturday of the team's opening game of the season, the club may, at its discretion, provide for the return of the player to the active roster by the fact that it retains a place on said roster or he will not be able to participate with his current club and will not be able to participate in the AFL during that season unless placed on waivers or traded by his current club, at its own discretion. Any other club found guilty of talking to, or in any way tampering with a player before or after he leaves camp, will be subject to major penalties.

A-10.3 The visiting team shall wear white, and the home team shall wear the colors listed below (Section 10.6), provided they do not conflict with the white worn by the visiting team.

64

A-10.4 The visiting club shall supply its roster, showing names and numbers, and pictures of all its players and coaches to the home club two (2) weeks in advance of the game. The names and numbers of any newly secured players shall be forwarded by telegraph to the home club immediately upon their acquisition.

A-10.5 The winner in each division shall be determined upon the basis of the percentage of games won and lost. In calculating the respective percentages, games resulting in a tie are not to be considered as having been played. The percentages are to be computed by dividing the number of games won by the total number of games played, the winner to be the club with the highest percentage.

A-10.6 The various clubs have been awarded the following colors and only the President shall have the authority to make any changes thereof:

COLORS

Boston — Red, White and Blue
Buffalo — Royal Blue, White and Scarlet
Cincinnati — Orange, Black and White
Denver — Orange, White and Royal Blue
Houston — Scarlet, Columbia Blue and White
Kansas City — Red and Gold
Miami — Aqua, Orange and White
New York — Kelly Green and White
Oakland — Black, Gold and White
San Diego — Blue, White and Gold Trim

A-10.7 All clubs must reserve one-hundred (100) seats in as choice a location as is possible for the visiting fans and hold same for their use until three days prior to the playing of the game. It is the responsibility of the visiting club to inform the home club of its ticket needs by the deadline date.

A-10.8 The home team shall provide ambulance facilities for the use of both teams.

A-10.9 All teams traveling by air to play a championship game must arrive in the game city or vicinity before twenty-four (24) hours prior to the scheduled kickoff, unless adequate protection is provided for the squad to make the trip by other means of transportation.

A-10.10 A brown football with white stripes must be used in all night games, championship and non-championship games.

A-10.11 Each team must provide a tarpaulin to fully cover its football field.

A-10.12 Teams playing in parks with baseball facilities should sod or seed its infield after the baseball season.

65

A-10.13 Bull horns, klaxons and other mechanical noise-making devices are banned from parks in the AFL.

A-10.14 When a game is scheduled in a stadium used for baseball, the President shall have the right to change the site of the game, whenever he concludes such action is necessary by reason of the probable participation of the baseball club in the World's Series; in such event, the visiting club will be reimbursed by the League for any extra travel expense necessarily incurred because of such change, and the home club will be compensated by the League for any loss of revenue suffered by it as a result of such change in the site of the game. The President's decision shall be final and binding upon both of the affected clubs in respect to the need for an amount of any such compensation and reimbursement.

ARTICLE A-XI FINAL CHAMPIONSHIP GAME

A-11.1 The Final Championship Game shall be played on a date selected by the President.

A-11.2 Beginning with the season of 1961, the Final League Championship Game shall be played on the home grounds of the club winning the Western Division championship. The following year it shall be played in the Eastern Division, and alternating thereafter, unless both clubs agree to a transfer of the game, which transfer must be approved by the President.

A-11.3 The President shall select the officials to officiate at the Final League Championship Game.

A-11.4 On or about the first day of December, the President shall call a meeting of all the clubs which have a possible chance of participating in the Final League Championship Game. At such meeting each club shall submit its normal scale of prices and furnish such other information as the President may require.

A-11.5 The President shall fix the prices for reserve tickets, which price shall be (a) at the minimum rate of Four Dollars (\$4.00) for each ticket in all cases where the seating capacity of the park is less than *Forty Thousand* (40,000) persons and (b) at the minimum rate of Three Dollars (\$3.00) for each ticket, in all cases when the seating capacity of the park is in excess of *Forty Thousand* (40,000). The printing of tickets shall be under the direction of the President and shall be charged against the receipts of the game.

A-11.6 Tickets for the game shall be available for distribution not later than the day following the game which decides which teams are to participate. There shall be no complimentary tickets for the game.

A-11.7 All receipts of the game, which shall include all receipts from the sale of tickets whether presented for admission or not, and any additional receipts from television, radio and moving pictures, shall be turned over to the League treasury. The program (advertising and sales) shall belong to the

home club and any profit shall belong to and loss shall be borne by the home club. A percentage of the receipts from the televising of the Final Championship Game shall be allocated to the Championship game pool exclusively at the discretion of the Executive Committee, and the remaining percentage of such television receipts shall be turned over to the member clubs in accordance with Article XVII.

A-11.8 The Treasurer of the American Football League shall, after approval by the President, make the following distributions:

After deducting Federal and other taxes, ground rental and all expenses pertaining to the game, including a flat sum of Four Thousand dollars (\$4,000.00) to the host team for handling intangible office expenses, thirty-six per cent (36%) of the remainder shall be distributed to the players of the winning team; twenty-nine (29%) to the players of the losing team; ten per cent (10%) to the winning member club; nine per cent (9%) to the losing member club; and sixteen per cent (16%) to the League for distribution equally to member clubs. The respective clubs shall be responsible for player obligations, including insurance, workmen's compensation and payroll taxes.

A-11.9 The club winning the Final League Championship Game shall be presented with the American Football League Championship Trophy, to be retained by the club as long as it retains the League Championship. When the League Championship passes from one club to another, the club holding the trophy must transfer it forthwith to the President, who in turn shall present it to the new League Champions. Each year the winning club shall be given by the League a miniature of the trophy as its permanent possession.

A-11.10 If the game results in a tie score, the sudden death system of determining the winner shall prevail, as more particularly set forth in the rule book.

A-11.11 Only players on the Active List of the contending club in either one or both of the last two League games of that club will be eligible to compete in the Championship Game, with the exception that each club may add two players to be taken from the list of those players whom it had previously waived during the season, providing such players were not on the roster of any other club on the third to the last game of the season. However the rosters of contending teams shall not exceed the regular player limit for the Championship Game. Eligibility will be established from official records in the President's office.

A-11.12 The President shall have authority to order the home club to place at the disposal of the visiting club, for sale, such number of Final League Championship Game tickets as he deems reasonable and necessary to meet the requirements of the visiting club, not exceeding twenty per cent (20%) of each of the various priced tickets, after season ticket holders, 100 tickets for each club, the President and the Publicity Department are taken care of. All unsold tickets in the hands of the visiting club, together with check covering sale of tickets, must be returned by Registered Air Mail,

Special Delivery, to the home club not later than midnight, Thursday, preceding the Sunday of the game.

A-11.13 The players on each club shall meet and determine how their share of the money is to be divided. All players declared eligible to play in the Final League Championship game who were with the team the entire season and all regular coaches, the trainer and the equipment man shall receive equal shares and not less than a half ($\frac{1}{2}$) share may be voted to players who have not been with the team the entire season but who are activated for the Final Championship Game. If there is more than one trainer or equipment men, then these trainers and equipment men, shall, as a minimum, divide one (1) share, unless voted more by the players. Additional shares or portions thereof may be voted to coaches, trainers, other club attaches, or to any player who has been with said team during the current season, provided said player is not on the roster of any other American Football League team. After such meeting the management of each team shall forward to the President the names of the players and the percentage of its share that each is to receive. The disbursement will then be made by the Treasurer after approval by the President.

A-11.14 The visiting club shall be allowed transportation and reasonable hotel expenses for its player roster plus seven (7) men. Under no consideration shall players of either home or visiting club be paid any salary other than their share of the receipts of such game.

A-11.15 Entertainment between halves shall be promoted and provided by the home club under the supervision of the President, and the cost of same shall be charged to and paid as an expense of the game.

ARTICLE A-XII

DIVISION PLAYOFF GAMES

A-12.1 At the conclusion of the 1969 regular season schedule only, the club with the highest winning percentage in each division will play the club with the second best winning percentage in the opposite division (runner-up) for the rights to play in the league's final championship game. In calculating the percentages, games resulting in a tie are not to be considered as having been played. The percentages are to be computed by dividing the number of games won by the total of games played, the winner to be the club with the highest percentage and the runner-up to be the club with the next highest percentage. In case of a tie in the percentage ratings, the division champions and/or runners-up shall be determined by the following rules:

I. If two teams within a division are tied, then:

- 1) The team with the best won-lost record between the two tied teams shall be named the winner of the division.
- 2) If subparagraph 1) does not decide the matter, then the team with the best percentage record involving teams only in the division of the tied teams shall be named winner of the division.

68

- 3) If subparagraphs 1) and 2) do not decide the matter, then the team with the best point record in games played between the two teams tied shall be named the winner of the division.
 - 4) If neither of the foregoing subparagraphs 1), 2) and 3) is applicable, the choice of the team to represent the division shall be determined by a toss of a coin.
- II. If there is a tie involving three or more teams in the division, then:
- 1) The team with the best percentage record in games played among those teams tied, shall be named the winner of the division.
 - 2) If subparagraph 1) does not apply, if two or more teams had better records in games played among those teams tied, the team or teams with the poorest record in games played among such teams shall be eliminated from consideration; then the point differential in games played between the two or more remaining teams shall determine the winner, if a differential exists.
 - 3) If neither subparagraph 1) and 2) above determines the winner, then the winner shall be determined by a flip of the coin.

A-12.2 (A) The President shall prescribe the date of all division playoff games and shall authorize the printing of tickets therefor. The President shall also supervise the distribution of all revenues from playoff games.

(B) Revenues derived from television from a division playoff game shall be divided as follows: 25% to each participating team; 50% to the League Office for equal distribution to all clubs in the league. Each participating team shall retain radio receipts from rights fees acquired from its home station (or network, if allowed by the national network contract).

(C) All other revenues derived from a division playoff game, including all receipts from the sale of tickets but excluding receipts from programs and concessions which shall be retained by the home club, shall be divided equally between the two participating members after the following deductions:

- (1) All Federal, State and Municipal taxes assessed against the sale of tickets.
- (2) Any amount required to be paid to the treasury of the League for League expenses in connection with the game.
- (3) Travel and hotel expenses of the visiting club not to exceed a maximum of sixty-five (65) persons.
- (4) All other expenses of the game, including the compensation of game officials, expenses of stadium rental and operation, cost of printing and distributing tickets, expenses of the band or other reasonable entertainment and any other incidental expenses arising out of the conduct of the game. Salaries and expenses of owners and executives of clubs and of the office help, and any medical expense shall not be deductible as expense items against the game.

69

(5) In the event a dispute arises in reference to any extraordinary or other unusual expenses of the game on which the participating clubs cannot agree, the determination of whether such item shall be chargeable against the game shall be referred to the President for decision, and such decision by the President shall be final, conclusive and unappealable.

(D) Each player of the participating team shall receive a sum equivalent to an amount obtained by dividing his total compensation for the season (exclusive of bonuses) by the number of regular League games played by the club during that season. Coaches, trainers, equipment men and others employed on a salary basis shall receive no additional compensation.

(E) Sites of the division playoff games shall be in the home city of the respective division winners, unless both clubs involved agree to a transfer of the game, which transfer must be approved by the President. Details of the division playoff games shall be determined during a meeting of the clubs having a possible chance of participation in the Division Championship Games; such meeting shall be at a time and place fixed by the President and shall be attended by a representative of each club then having a possible chance of winning a division championship; such meeting shall decide all arrangements for all division playoff games and for the final League championship game. If two teams in the same division advance to the final championship game by winning division playoff games, then the team with the better record in accordance with A-12.1 shall be the home team for said final championship game.

Each club in attendance shall furnish information to the President on its regular scale of admission prices, capacity of the stadium, and such other information as the President may request.

(F) The sudden death system to determine the winner shall prevail when the score is tied at the end of the regulation playing time of a division playoff game.

Under this system the team scoring first during overtime play herein provided for, shall be the winner of the game, and the game automatically ended on any score (including a safety) or when a score is awarded by the referee for a palpably unfair act. Other provisions in respect to the sudden death system shall be provided in the Rule Book of the League.

(G) Only players on the Active List of the contending club in either one or both of the last two League games of that club will be eligible to compete in the Division Playoff Game, with the exception that each club may add two players to be taken from the list of those players whom it had previously waived during the season, providing such players were not on the roster of any other club on the third to the last game of the season. However, the rosters of contending teams shall not exceed the regular player limit for the Division Playoff Game. Eligibility will be established from official records in the President's office.

ARTICLE A-XIII

PRE-SEASON AND POST SEASON GAMES

A-13.1 No member shall schedule a game without the approval of the President and the entire pre-season schedule shall be coordinated by the League office.

A-13.2 The President may grant permission for two (2) League teams to play against each other provided:

Item A. That all contracts for pre-season games shall provide that the participating teams share equally in the net receipts. No pre-season game except those sponsored by a League member may be played under a minimum guarantee provision (as distinct from a percentage provision) for less than Ten Thousand Dollars (\$10,000.00), as a minimum guarantee for each team, provided that sum or more shall have been the amount paid under a previous minimum guarantee contract provision. This provision shall not affect existing contracts presently on file in the office of the President.

Item B. All teams traveling by air to play a pre-season game must arrive in the game city at least by the evening prior to the game date, unless adequate protection is provided for the squad to make the trip by other means of transportation.

A-13.3 No team shall participate in any non-championship games after the League Football Championship is decided, except the League Championship team must play the non-championship games contracted for by the League.

A-13.4 No club may play a non-championship game of any kind whatsoever, after such club has played its first scheduled League Championship Game.

A-13.5 The official AFL All-Star game shall be conducted under arrangements made by the President and any revenue accruing therefrom shall be divided equally among member clubs of the AFL or in accordance with the directions of the Executive Committee. He shall also have the sole power to contract for merchandising, promotions and other commercial and non-commercial projects and any revenue accruing therefrom shall be distributed equally among member clubs of the league or in accordance with directions of the Executive Committee.

A-13.6 The President's office must approve the playing rules under which a pre-season game is played by an AFL club against a Canadian League club, and such rules must be on an equitable basis for the teams involved.

A-13.7 Each member club in the league may schedule a pre-season game or games with a club not a member of the league, provided said game or games are first approved by the President and conform to the Rules and Regulations established by the member clubs of the League.

ARTICLE XVII

BROADCASTING AND TELEVISION

A-17.1 All regular and post-season television income will be handled on a cooperative basis in the name of the American Football League but for the benefit of the individual franchise holders and not for the League itself, except as hereinafter specifically provided otherwise. All income from regular season and post-season and other televised games, derived by the League and any and all individual clubs, shall be paid directly to the American Football League as an agent, for distribution to participating clubs equally, or shall be distributed directly to member clubs in accordance with instructions from the President, but other television income from local highlights shows, pre- and post-game shows and pre-season games contracted by the individual clubs shall accrue to and be paid directly to the local clubs. Income paid directly to the American Football League as an agent for the member clubs therein, shall be held on deposit by the League's treasurer and distributed at a time and in amounts designed by the President.

A-17.2 Net income from theater and pay television shall be divided sixty per cent (60%) to the home team and forty per cent (40%) to the visiting team, after the three per cent (3%) deduction allocated to the League office.

A-17.3 Contrary to the policy outlined in Section 1 of this Article XVII, with respect to the regulation of television income, each member of the American Football League shall have the right, without restriction, to enter into any contract it deems advisable with respect to radio rights; provided that such contract shall in no way be detrimental to the American League. Except for the Final Championship Game, any and all income derived by any member club from the sale of radio rights shall be paid directly to said club and shall not be pooled and thereafter divided on an equal basis, as the television income shall be.

Although the arranging for national or regional radio network coverage of the Final Championship Game shall be conducted exclusively by the President's office, individual clubs may negotiate in their basic radio contract for the broadcasting of the Final Championship Game by their local outlets, providing the club is a participant in said Final Championship Game and providing the resulting proceeds accrue to the championship game pool.

73

ARTICLE A-XIV

DISASTER PROVISIONS

A-14.1 If any member club is involved in a disaster, such as an airplane crash, or some other casualty which kills or permanently maims all or substantially all of the payer personnel under contract to said member club, all other member clubs, under the direction of the President, shall transfer and assign the contracts of not more than four (4) players from each club to the stricken member club for the purpose of re-establishing a team as promptly as possible.

A-14.2 The President, and the Executive Committee shall take any and all other action necessary to re-establish said team.

ARTICLE A-XV

INTERNAL SECURITY OF THE LEAGUE

A-15.1 Each member club has agreed, subject to the provisions of this Constitution and By-Laws, to organize and maintain in a solvent condition a professional football team in the city in which its franchise is located; to field a team whenever scheduled to do so; to pay promptly all financial obligations of said team, and it has obligated itself not to sell, assign, transfer or surrender or in any way dispose of, in whole or in part, the franchise in said American Football League without the unanimous written consent of all other franchise holders.

A-15.2 If any member club should suffer default as provided above, the President shall recommend to the Executive Committee the amount of damages which should be payable by said member club in default to the League, and thereafter said penal sum as provided by the bond shall be remitted in whole or in part as decreed by a three-fourths (¾) vote of the Executive Committee; provided that should the recommendation of the President not be agreeable to the Executive Committee such an amount as may be determined by said Committee shall then be paid to the League.

ARTICLE A-XVI

AMENDMENT OF CONSTITUTION AND BY-LAWS

A-16.1 This Constitution and its By-Laws may be altered or amended at any annual or Executive Committee meeting by a three fourths (¾) vote of the club members, provided it is submitted to the President in writing at least twenty (20) days prior to the meeting.

A-16.2 This Constitution and its By-Laws may be altered or amended by a unanimous vote of all the member clubs at any annual or special meeting or a meeting of the Executive Committee or by a telephonic or mail vote, each vote to be ratified by letter from the respective club.

72

**NATIONAL FOOTBALL LEAGUE
CONSTITUTION
AND
BY-LAWS**

CONSTITUTION AND BY-LAWS

of

NATIONAL FOOTBALL LEAGUE

(An Unincorporated Association Not For Profit)

ARTICLE N-I

NAME AND PRINCIPAL OFFICE

N-1.1 The name of this association shall be NATIONAL FOOTBALL LEAGUE, hereinafter called "League"; the word "League" herein shall refer to the National Football League, unless otherwise specified.

N-1.2 The Commissioner shall select the location of the office of the League, which shall be located in or adjacent to a city in which a League franchise is operated.

ARTICLE N-II

PURPOSES AND OBJECTS

N-2.1 The purpose and objects for which the League is organized are:

- (a) To promote and foster the primary business of League members, each member being an owner of a professional football club located in the United States;
- (b) To do and perform such other functions as may be necessary to carry out the purpose and objects of the League.

N-2.2 The League is not organized nor to be operated for profit.

ARTICLE N-III

MEMBERSHIP

N-3.1 Membership in the League shall be limited to the members in the League at the time of the adoption of this Constitution and such new members as may be thereafter duly elected, provided, however:

- (a) The admission of a new member within the territorial limits of a city in which a franchise is presently located is prohibited unless approved by the unanimous consent of all members of the League, and
- (b) Membership in the League is limited to sixteen (16) members subject to the provisions of Section N-3.1 (a) above; such limit on the number of members in the League may be changed only by the affirmative vote of not less than thirteen (13) members of the League.

N-3.2 Any person, association, partnership, corporation, or other entity of good repute organized for the purpose of operating a professional football club shall be eligible for membership except:

- (a) No corporation, association, partnership or other entity not operated for profit nor any charitable organization or entity not presently admitted to membership in the League shall be eligible for membership.

N-3.3 (A) Each applicant for membership shall make a written application to the Commissioner. Such application shall describe the type of organization and shall designate the city in which the franchise of the applicant shall be located; such application shall further describe and contain the following information:

- (1) The names and addresses of all persons who do or shall own any interest or stock in the applicant, together with a statement that such persons will not own or hold such interest or stock for the benefit of any undisclosed person or organization.
 - (2) A detailed balance sheet of such company as of the date of organization and a pro forma statement as of the time it shall commence actual operation. A written financial statement shall be required from the applicant and from anyone owning an interest in any applicant, including stockholders and partners.
 - (3) If applicant is a corporation, a certified copy of the Articles of Incorporation, By-Laws and share certificate shall accompany such application provided, however, if the organization of such corporation has not been commenced or completed a detailed statement summarizing the proposed plan of operation and the capital structure thereof shall be furnished.
 - (4) If applicant is a partnership, unincorporated association or other entity, a certified copy of the Articles of Co-Partnership or organization agreement shall accompany such application.
 - (5) The names and address of all officers and directors.
 - (6) All applications shall contain a representation that upon acceptance, the applicant will subscribe to and agree to be bound by the Constitution, By-Laws, Rules and Regulations of the League and any amendments or modifications thereof.
- (B) Each application for membership shall be accompanied by a certified check for Twenty-Five Thousand Dollars (\$25,000.00). Upon approval of any application for membership, an additional Twenty-Five Thousand Dollars (\$25,000.00) shall be paid to the League. If any application for admission is rejected, the League shall repay to the applicant the sum of Twenty-Five Thousand Dollars (\$25,000.00) paid by the applicant at the time of such application, less all expenses reasonably incurred in connection with the consideration and investigation of such application.

(C) Upon receipt of any application for membership in the League, the Commissioner shall conduct such investigation thereof as he deems

fective if approved by the affirmative vote of not less than thirteen (13) members of the League.

- (c) If any person owning or holding a membership, or an interest therein, by stock ownership or otherwise dies, such membership or interest therein may be transferred to a member of the "immediate family" of the deceased without requiring the consent or approval of the members of the League or the Commissioner thereof; similarly, if any person owning or holding a membership or an interest therein, by stock ownership, or otherwise, seeks to transfer such membership or any interest therein, by gift, such membership or the interest therein may be transferred to the donee if the donee is a member of the "immediate family" of the donor; in such event, no consent to or approval of the members of the League or the Commissioner shall be required to complete such transfer. The "immediate family," for the purpose of this paragraph, shall mean the wife, child, mother, father, brothers, and sisters, or any other lineal descendant of the deceased or donor. In all other cases involving death or transfers by gift, any person succeeding to a membership or an interest therein, whether by gift, will, intestacy, or otherwise, must be first investigated by the Commissioner in such manner as the Commissioner deems appropriate. Upon the completion thereof, the Commissioner shall submit such succession or transfer to the membership for approval and shall accompany the same with his recommendation thereon; no such succession or transfer shall be effective unless first approved by the affirmative vote of not less than thirteen (13) members of the League.

N-3.6 Any member of the League may withdraw from membership either:

- (a) By selling, assigning, or transferring its membership upon the terms and conditions set out in Section N-3.5 hereof; or
- (b) A Club may voluntarily withdraw from the League by tendering its written resignation to the Commissioner and simultaneously surrendering its Franchise Certificate of Membership, making full payment of any and all dues, assessments, or other debts owing to the League, and assigning to the League, or its nominee, all player contracts and the lease of its playing field, and to the extent lease is assignable; provided, however, that no voluntary withdrawal may be made in any year between March 1st and the date of the World Championship Game of that year, except with the unanimous consent of all members.

N-3.7 Membership in the League shall be automatically terminated whenever:

- (a) An individual or corporate member or a partnership member or any partner therein, makes an assignment for the benefit of his or its creditors or files a voluntary petition in bankruptcy, or whenever a receiver or trustee in bankruptcy is appointed for the

79

appropriate. Following the completion of such investigation, the Commissioner shall submit the application to the members for approval together with his recommendation thereon, and such information thereon that the Commissioner deems pertinent. Each proposed owner or holder of any interest in a membership, including stockholders in any corporation, all partners in any partnership member and all other persons holding an interest in any membership entity, must be individually approved by the members; approval of the new membership and of all persons owning any interest therein shall be effective if approved by the affirmative vote of no less than thirteen (13) members.

N-3.4 Each member shall receive a Franchise Certificate of Membership signed by the Commissioner and Secretary of the League, certifying that such member is a member of the League, and holds a franchise from the League to operate a professional football club in a designated city. Such Franchise Certificate shall not be assignable nor transferable, except as provided in Section 3.5 hereof.

N-3.5 No membership, or any interest therein, may be sold, assigned, or otherwise transferred in whole or in part except in accordance with and subject to the following provisions:

- (a) Application for the sale, transfer or assignment of a membership or of any interest therein, must be made in writing to the Commissioner; upon receipt of such application, the Commissioner is empowered to require from applicant and applicant shall furnish such information as the Commissioner deems appropriate, including:

- (1) The names and addresses of each of the buyers, transferees or assignees thereof.
- (2) The price to be paid for such sale, transfer or assignment, and the terms of payment, including a description of the security for any unpaid balance, if any.
- (3) A banking reference for each buyer, transferee, or assignee.
- (4) If the buyer, transferee or assignee is a corporation, a copy of the Articles of Incorporation and By-Laws thereof, together with a copy of the share certificate of each class of stock to be outstanding, the names and addresses of the directors and officers thereof, the names and addresses of the stockholders therein and the price paid or to be paid and the time of payment for said stock, a copy of any proposed voting trust agreement and of any voting trust certificates.
- (b) Upon receipt thereof, the Commissioner shall conduct such investigation as he deems appropriate. Upon the completion thereof, the Commissioner shall submit the proposed transfer to the members for approval, together with his recommendation thereon, and all information in respect thereto that the Commissioner deems pertinent. All sales, transfers or assignments, except a transfer referred to in Section N-3.5 (c) hereof, shall only become ef-

78

property and assets of the member or of any person holding an interest in a partnership member or whenever reorganization proceedings in bankruptcy are instituted by or against the member or by or against any partner possessing an interest in a partnership membership.

- (h) A member disbands its team during the regular season, or
- (c) A member permanently disbands its business organization or ceases its business.

N-3.8 (A) Upon the expulsion of a member or upon any other involuntary termination of membership, the following shall occur:

- (1) The lease of its playing field or interest of the member therein, if and to the extent the lease or interest is assignable, shall, upon demand of the League, be assigned to the League or its nominee, provided, however, that the assignment of said lease to the League shall first be approved by the affirmative vote or written consent of no less than thirteen (13) members of the League; said lease shall thereafter be handled or disposed of in such manner as the remaining League members, by the affirmative vote of no less than thirteen (13) members, shall decide.
- (2) Title to all players contracts of the terminated member and title to all players on the Reserve or Selection List of such terminated member and any interest or right to such players and contracts shall, if demanded by the League, be assigned to the League or its nominee, provided that such assignments are first approved by the affirmative vote or written consent of not less than thirteen (13) of the remaining League members; said players and contracts so acquired shall thereafter be handled and disposed of within the League in such manner as the remaining member clubs by the affirmative vote of not less than thirteen (13) members of the League shall decide.
- (3) All interest of the terminated member in and to any funds or property of the League, or any right or interest therein, shall cease.

(B) Whenever any stockholder, partner or holder of an interest in a member club is requested to sell or dispose of his stock or an interest in a membership in the League by reason of an expulsion or otherwise involuntary termination, such sale or disposition must be completed within one hundred twenty (120) days after such action has been ordered. If such stock or interest is not sold or disposed of within one hundred twenty (120) days then the price and other terms of the sale or disposition shall be fixed by mutual agreement between the person affected and the Commissioner; if such cannot be accomplished by mutual agreement, then the price and other terms shall be fixed by arbitration with one arbitrator to be selected by the Commissioner and the other by the affected holder of the stock or interest. If within five (5) days the two arbitrators cannot agree on the price and terms, then the two arbitrators shall select a third arbitrator and the decision of the majority of the arbitrators shall be binding on all parties. If any per-

son required to name an arbitrator fails to do so, or if the two arbitrators cannot agree on a third arbitrator, then such arbitrator in either case shall be named by the Commissioner.

N-3.9 A new member acquiring its membership by transfer from another member shall succeed to the interest of the transferor in and to the funds, property, rights, and interests of the League and shall not be obligated to make the capital contribution required under Section 3.3 (B) hereof.

N-3.10 (A) Assessment. Whenever moneys are required to meet the expenses of the League, and League funds are not available for that purpose, then, upon demand by the Commissioner, each member shall be obligated to contribute equally its share of the required moneys. Such assessments shall be in addition to the obligations of each member for the payment of the amounts prescribed in Section 3.10 (B) hereof.

(B) No percentage of gate receipts will be assessed by the League Office for regular season games. No percentage of gate receipts will be assessed by League Offices for pre-season games played in the home city of a team of either the AFL or NFL. Two per cent (2%) of net gate receipts for pre-season games played between NFL clubs in cities which are not members of either League will be forwarded to the NFL Office. One per cent (1%) each of net gate receipts will be paid to the AFL and the NFL Offices for inter-league pre-season games played in cities which are not members of either League. Net gate receipts as used in this section is defined as gross gate receipts after deducting (a) all Federal, State and Municipal taxes assessed on sale of tickets, (b) a sum equal to fifteen per cent (15%) of the gross receipts after deducting the aforesaid taxes and (c) officials' fees and expenses in the amount of two thousand dollars (\$2,000.00) for each pre-season game.

N-3.11 Each member club, and each and all of the owners, officers, stockholders, directors or partners therein, as well as any other person owning any interest in such member club, assumes and agrees to be bound by the following obligations of membership in the League:

- (a) That after becoming a member of the League, the primary purpose of the corporation, partnership or other entity operating the club shall at all times be and remain the operation of a professional football team as a member club of the League, and such primary purpose shall not be changed.
- (b) They, and each of them, consent to be bound by the provisions of the Final Judgment of the United States District Court for the Eastern District of Pennsylvania entered against the National Football League and certain of its member clubs on December 28, 1953, and as thereafter modified and for the purpose of said Judgment submit to the jurisdiction of said court.
- (c) They, and each of them, agree to be bound by all of the terms and provisions of the Constitution and By-Laws of the League as now or hereafter in effect.

ARTICLE N.IV

TERRITORIAL RIGHTS AND

CLUB ALIGNMENT

N-4.1 No member shall have any right to transfer its club or franchise to a different city outside of its Home Territory except with the prior approval of the members of the League. Such transfer shall only be effective if approved by the affirmative vote of not less than thirteen (13) members of the League; provided, however, that if the transfer involves a transfer of the franchise from the City of Baltimore, it will also require the prior consent of the Commissioner.

N-4.2 The League shall be divided into two (2) Conferences: said Conferences shall be known as the Eastern Conference and the Western Conference, respectively. The members in each Conference are as follows:

Western Conference

Atlanta Falcons
Baltimore Colts
Chicago Bears
Detroit Lions
Green Bay Packers
Los Angeles Rams
Minnesota Vikings
San Francisco 49ers

Eastern Conference

Cleveland Browns
Dallas Cowboys
New Orleans Saints
New York Giants
Philadelphia Eagles
Pittsburgh Steelers
St. Louis Cardinals
Washington Redskins

The Conference to which each member club is assigned and in which its teams shall engage, and the composition of each Conference shall not be changed, extended, or modified, without the approval of the members of the League. Such approval, for purposes of this Section, shall require the affirmative vote of not less than thirteen (13) members of the League.

For the years 1967 and 1968 only, the Conferences shall be divided into Divisions consisting of four (4) teams of the Conference in each Division. The Western Conference Divisions shall be known as the Coastal Division and the Central Division, and the Eastern Conference Divisions shall be known as the Capitol Division and the Century Division. The members of each Division in their respective Conferences are as follows:

WESTERN CONFERENCE

Coastal Division

Atlanta Falcons
Baltimore Colts
Los Angeles Rams
San Francisco 49ers

Central Division

Chicago Bears
Detroit Lions
Green Bay Packers
Minnesota Vikings

82

EASTERN CONFERENCE
(1967)

Century Division
Cleveland Browns
New York Giants
Pittsburgh Steelers
St. Louis Cardinals

Capitol Division
Dallas Cowboys
New Orleans Saints
Philadelphia Eagles
Washington Redskins

EASTERN CONFERENCE
(1968)

Century Division
Cleveland Browns
New Orleans Saints
Pittsburgh Steelers
St. Louis Cardinals

Capitol Division
Dallas Cowboys
New York Giants
Philadelphia Eagles
Washington Redskins

For the year 1969 only, the Conferences shall be divided into Divisions consisting of four (4) teams of the Conference in each Division. The Western Conference Divisions shall be known as the Coastal Division and the Central Division, and the Eastern Conference Divisions shall be known as the Capitol Division and the Century Division. The members of each Division in their respective Conferences are as follows:

WESTERN CONFERENCE

Central Division
Chicago Bears
Detroit Lions
Green Bay Packers
Minnesota Vikings

Coastal Division
Atlanta Falcons
Baltimore Colts
Los Angeles Rams
San Francisco 49ers

EASTERN CONFERENCE
(1969)

Century Division
Cleveland Browns
New York Giants
Pittsburgh Steelers
St. Louis Cardinals

Capitol Division
Dallas Cowboys
New Orleans Saints
Philadelphia Eagles
Washington Redskins

The foregoing Divisions shall be in effect for the seasons 1968 and 1969 only. Following the 1969 season, the Divisional allocation within each Conference shall terminate and the members of the Conferences shall not be committed or assigned to any particular Division therein.

83

ARTICLE N-V

MEETINGS OF THE LEAGUE

N-5.1 The annual meeting of the League shall be held not earlier than the second Monday in February of each year and not later than April 1st in such year; such meeting shall be held on such date and at such time and place as the Commissioner shall designate in the notice of the meeting.

N-5.2 Special Meetings of the League may be held at any place upon call by the Commissioner.

N-5.3 (A) Written notice of the time and place of holding any meeting shall be given to each member at least thirty (30) days in advance of the day fixed for the Annual Meeting, or at least seven (7) days in advance of the day fixed for any Special Meeting.

(B) Notice of a Special Meeting shall state the time, place and purpose of the meeting. The notice of the annual meeting must state the time and place of the meeting, but not the purpose; if any amendments to the Constitution and By-Laws are to be considered at the annual meeting, the submission of such proposals must be in accordance with Sec. N-17.1 hereof.

(C) Notices to any meeting may be waived by the unanimous consent of all Member Clubs.

N-5.4 At all meetings of the League, whether Annual or Special, ten (10) members of the League in good standing, present in person or by authorized representatives, shall constitute a quorum for the transaction of business and shall have the power to adjourn the meeting from time to time without notice other than announcement at the meeting, until the requisite number of members shall be present.

N-5.5 At each meeting of the League each member shall be limited to two (2) representatives and to have present, in addition thereto, one (1) of its officers or counsel; each member shall be limited to only one (1) vote upon any matter presented to the meeting. Each member shall file with the League within the time designated by the Commissioner a written designation of the representative and alternate to vote and act for it. The Commissioner or presiding officer may require proof satisfactory to the Commissioner or presiding officer of the authority of any representative to represent a member.

N-5.6 Except as herein otherwise specifically provided, the affirmative vote of not less than thirteen (13) members of the League at any Annual or Special Meeting of the League shall be required for action.

N-5.7 The order of business for the Annual Meeting shall be as follows:
Roll Call

Reading of Minutes of the previous meeting
Report of Commissioner and Treasurer
Report of Public Relations Department

84

Report of other Committees

Unfinished business

Nomination and election of officers

Installation of officers

New business

Adjournment

N-5.8 Upon call of the Commissioner or by majority vote of the members of the League, the League may go into Executive Session. At each Executive Session, each member shall designate its duly authorized representative to act for it in such Executive Session. In any Executive Session only one representative of each member, and the Commissioner, shall be present, together with such other persons as either the Commissioner or the members by majority vote shall invite. The Commissioner shall be Chairman of the Executive Session and may appoint the Secretary of the Session. Action at any Executive Session shall constitute action of the League.

N-5.9 Except in respect to matters covered specifically in the Constitution and By-Laws of the League, Roberts Rules of Order shall prevail in all meetings of the League; provided however, that any action taken in any meeting of the League involving a matter not covered specifically in the Constitution and By-Laws of the League shall require the affirmative vote of not less than thirteen (13) members of the League for approval.

N-5.10 Any action or resolution which may be taken or adopted at a League meeting may be taken or adopted by an instrument in writing signed by all members of the League.

ARTICLE N-VI

EXECUTIVE AND OTHER COMMITTEES

N-6.1 The League shall have an Executive Committee composed of one (1) representative from each member club. Each representative shall be appointed by the member club by written notice to the Commissioner. Each club may name an alternate representative in the same manner, said alternate shall have the same authority as the regular appointee in the absence of such appointee. Each appointee and alternate on the Executive Committee shall serve until his appointment is revoked in writing by the appointing member club.

N-6.2 At all meetings of the Executive Committee each member of the Committee shall have one (1) vote.

N-6.3 All Executive Committee members must be either owners or holders of an interest, or officers of member clubs in the League.

N-6.4 In case any vacancy occurs in the Executive Committee his successor shall be appointed by the member affected by the vacancy.

85

N-6.5 The Executive Committee shall have the following powers and duties:

- (a) It shall have the power, after notice and hearing, to impose fines upon any member or any director, officer, stockholder, player or employee of a member of the League.
- (b) It shall have the power, after notice and hearing, to increase or impose other or additional penalties after action of the Commissioner upon any matter submitted to it by the Commissioner for that purpose, provided, however, that the Executive Committee shall have no power to modify, reduce, remit, or suspend any fine, penalty, or suspension imposed by the Commissioner.
- (c) It shall have the power and duty to investigate and report its findings and recommendations to the League on any matter referred to it by the Commissioner or the members.
- (d) It shall have power to cause an audit of the books and records of the League, and the Treasurer thereof, and shall report its findings to the members and the Commissioner promptly.
- (e) If the Commissioner dies, is unwilling, or is by reason of physical or mental disability, unable to discharge his duties as Commissioner, the Executive Committee shall have the power to decide that an emergency exists in the League; it shall thereupon call a Special Meeting of the members at a time and place selected by the Committee; such Meeting shall be held within thirty (30) days after the declaration of such emergency, and notice of such meeting shall be given as in the case of any other Special Meeting; the purpose of such Meeting shall be either to remove such Commissioner, or to elect a new Commissioner, or to appoint an Acting Commissioner to serve until the next succeeding Annual Meeting.
- (f) It is empowered to borrow in the name of the League from any bank or trust company such sum or sums of money as it may from time to time deem necessary or appropriate and to authorize the Commissioner and Treasurer, individually or jointly, to make and deliver in the name of the League a promissory note or notes evidencing any such loan and to pledge as security therefor any stocks, bonds, or other securities owned by the League.
- (g) In the event that the Commissioner or any other officer of the League shall be convicted of a crime involving moral turpitude, or be physically or mentally incapacitated from performing his duties or shall fail or refuse to abide by the Constitution and By-Laws of the League, and the Executive Committee finds that such action by such officer is detrimental to the best interests of the League, or in the event the Commissioner or any other officer of the League fails or is unwilling to perform his duties, then such Committee shall have the power after notice and hearing to suspend or remove said officer and to terminate any contract between such Commissioner or officer and the League.

N-6.6 All actions and decisions of the Executive Committee must be approved by the affirmative vote of no less than thirteen (13) members of the Executive Committee provided, however, (a) that any decisions to proceed under Section N-6.5 (c), (d) or (e) hereof may be taken by majority vote of the Executive Committee, and (b) that in any hearing involving charges against any club or whenever one club is making charges against another, the member club or clubs so involved shall not vote.

N-6.7 The Commissioner of the League may appoint such other committees as the League deems necessary and appropriate. All committees shall act under the direction and chairmanship of the Commissioner, who shall be a member "ex officio" of each committee. The League shall pay each member of the committee the expenses of his attendance at committee meetings.

N-6.8 The Executive Committee shall have the power to fill by appointment any and all vacancies in any elective offices of the League for the balance of the term of such office or until a successor is duly elected for such office in the prescribed manner.

N-6.9 At each meeting of the Executive Committee, the Commissioner of the League shall preside.

ARTICLE N-VII OFFICERS

N-7.1 The officers of the League shall be a Commissioner, a President, a Secretary and a Treasurer. The office of Secretary and Treasurer may be held by the same person. Subject to the provisions herein for removal, each of such officers shall serve for a term of not less than one (1) year nor more than ten (10) years or until the election and qualification of his successor. Such officers may receive reasonable compensation fixed by the member clubs from time to time.

N-7.2 Such officers shall be elected by the affirmative vote of not less than ten (10) members.

N-7.3 The Executive Committee may at any time appoint and fix the compensation of an Assistant Secretary and an Assistant Treasurer, each of whom shall be subject to removal at any time by the Executive Committee.

N-7.4 The President shall:

- (a) Preside at all meetings of the League and
- (b) Render an annual report to the League members at each annual meeting.

N-7.5 The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the League, receipt and give receipts for monies due and payable to the League from any source whatsoever, and deposit all such monies in the name of the League in such depositories as the Commissioner may determine, keep full and accurate accounts of the receipts and disbursements of the League and in general perform all of the

duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Commissioner or the Executive Committee. In addition, the Treasurer shall:

- (a) Pay all current bills and salaries after approval by the Commissioner.
- (b) Annually submit a detailed statement of all receipts and disbursements of the League, together with a complete balance sheet thereof.
- (c) He shall give a surety bond in the principal sum of not less than Two Hundred Fifty Thousand Dollars (\$250,000) for the faithful discharge of his duties, with the League named as obligee thereon. The premium shall be paid by the League.
- (d) During the playing season, he shall report weekly to each member on attendance and receipts for all games played by member clubs during the preceding week; such report shall also include any delinquency in any amounts owing to the League and such other information as the Treasurer deems expedient.

N-7.6 The Assistant Treasurer, if requested so to do by the Executive Committee, shall give bond for the faithful discharge of his duties, in such sums, and with such sureties as the Executive Committee shall require. At the request of the Treasurer, or in his absence or disability, the Assistant Treasurer shall perform all the duties of the Treasurer and when so acting, he shall have all the powers of, and be subject to all the restrictions upon, the Treasurer. He shall perform such other duties as from time to time may be assigned to him by the Executive Committee, the Commissioner, or the Treasurer.

N-7.7 The Secretary shall keep records of all proceedings of the League and of the minutes of the meetings of the members and of the Executive Committee in one or more books provided for that purpose, cause all notices to be fully given in accordance with the provisions of this Constitution or as required by law, be custodian of the League records, keep a register of the Post Office addresses of each member, and in general perform all the duties incident to the office of Secretary and such other duties as may from time to time be assigned to him by the Executive Committee or Commissioner.

N-7.8 At the request of the Secretary, or in his absence or disability, the Assistant Secretary shall perform all the duties of the Secretary and when so acting he shall have all the powers of, and be subject to all the restrictions upon, the Secretary. The Assistant Secretary shall perform such other duties as from time to time shall be assigned to him by the Executive Committee, the Commissioner or the Secretary.

ARTICLE N-VIII COMMISSIONER

N-8.1 The League shall select and employ a person of unquestioned integrity to serve as Commissioner of the League and shall determine the period and compensation of his employment.

88

N-8.2 The Commissioner is authorized, at the expense of the League, to hire legal counsel and take or adopt appropriate legal action or such other steps or procedure as he deems necessary and proper in the best interests of either the League or professional football, whenever any party or organization not a member of, employed by, or connected with the League or any member thereof, is guilty of any conduct detrimental either to the League, its member clubs or employees, or to professional football.

N-8.3 The Commissioner shall have authority to establish a Public Relations Department for the League, and such department shall be under his exclusive control and direction. He may employ persons to staff said department and shall fix and determine the compensation therefor.

N-8.4 The membership of a member or the interest of any person owning a share or interest therein shall be suspended or terminated only by resort to the following procedure:

- (a) Any member of the Executive Committee or the Commissioner may prefer charges against a member, or the holder of any interest therein, on the ground that such a member or holder has violated the provision of the Constitution and By-Laws, or is or has been guilty of conduct detrimental to the League or to professional football; said charges shall be in writing and filed with the Secretary of the League. The Commissioner shall first conduct such investigation as he deems appropriate. Upon the completion thereof, the Commissioner shall submit a copy of the charges by mail to each member club and to the member or person against whom such charges have been made, and shall make his recommendation thereon to the Member Clubs.
- (b) The member or person so charged may, within fifteen (15) days after receipt of the charges, file with the Commissioner its or his written answer thereto. The Commissioner shall thereupon deliver a copy of such answer to all members of the League.
- (c) A special meeting of the League shall be called to hear the charges; the time and place of such meeting shall be fixed by the Commissioner.
- (d) At such hearing the Commissioner shall preside, unless he is the complainant; in such event, the presiding officer shall be elected by majority vote of the members attending the meeting.
- (e) At the hearing the member or person so charged shall have the right to appear in person and by counsel. Strict rules of evidence shall not apply, and any testimony and documentary evidence submitted to the hearing shall be received and considered. Either the complainant or the member or person charged shall be entitled to an adjournment for a reasonable time to enable it or him to present rebuttal evidence.
- (f) After considering all the evidence, the members shall vote upon the charges and fix the punishment. An affirmative vote of not less than thirteen (13) members shall be required to sustain the

89

charges and fix the punishment, excluding the vote of any member in which the person charged has an interest.

(K) If the members vote to terminate the membership or the interest of any member in a Club of the League, then the member club or person charged shall be required to dispose of the franchise of the affected club in accordance with the provisions of Section N-3.8 (B) hereof.

N-8.5 The Commissioner shall have the right to propose amendments or modifications in the Constitution and By-Laws of the League by submitting such amendments or modifications in writing to the League no less than twenty (20) days prior to the holding of any Annual Meeting of the League.

ARTICLE N-IX CONDUCT OF THE LEAGUE

N-9.1 (A) Every contract with any employee of the League or of a club therein shall contain a clause wherein the employee agrees to abide and be legally bound by the Constitution, By-Laws and the Rules and Regulations of the League, as well as by the decisions of the Commissioner thereof, which decision shall be final, conclusive and unappealable; such contract shall provide further that the contracting parties, if involved or affected in any manner by a decision of the Commissioner, agree to release the Commissioner and to waive every claim he, they or it have against the Commissioner individually, and in his official capacity, as well as against the League, each and every member club thereof and any and all directors, officers, stockholders, partners, or holders of an interest therein, for damages and for any other claims or demands arising out of or connected with any decision of the Commissioner.

(B) Any player, eligible to participate as a member of the League Championship Team, who is traded or sold to another club prior to the Chicago Tribune All-Star Game in the succeeding season must be paid one-half of his game salary for the Chicago Tribune All-Star Game by the League Championship Club; such salary shall be calculated on the basis of the salary in effect at the time of the trade or sale. If such player is waived by the Championship Club and then claimed by another club, then the claiming club, if awarded the player, must pay such player the one-half game salary such player would have received for such All-Star Game, if he had not been waived; such salary shall be calculated on the basis of the salary in effect at the time such player was waived.

(C) (1) If scheduled game cannot be played on the designated day, it must be played on the following Monday, Tuesday or Wednesday; or if that is not possible, at the end of the season. If moving such game to the end has an effect on team standings, the entire schedule shall be moved up one week.

(2) Whenever a postponement is attributable to negligence by a club, the negligent club shall be responsible for all home club costs and expenses, including gate receipts and television contract income subject to approval by the Commissioner.

(3) Whenever traveling clubs utilize the following departure dates in arranging team travel schedules:

West to Midwest (and vice versa)—leave Friday

East to West (and vice versa)—leave Thursday

North to South (and vice versa)—leave Saturday

then the traveling club shall not be guilty of negligence should its club fail to arrive in time to play the game; a traveling club is permitted to use any travel schedule it chooses, but if it fails to abide by the foregoing travel schedule and the traveling club fails to arrive in sufficient time for the scheduled game to be played, then the traveling club shall be considered as having been negligent in determining its responsibility for the loss suffered by the Home Club under the foregoing provisions.

ARTICLE N-X

BROADCASTING AND TELEVISION

(The provisions of this Article N-X have been adopted for the years 1968 and 1969 only.)

N-10.1 Any contract entered into by any club for telecasting or broadcasting its games shall be subject to the conditions that:

(a) The sponsor, the contract itself, the broadcasters who telecast or broadcast such games, and the men who do the color, also any person or persons who do a pre-game or post-game show from inside the park, must have written approval of the Commissioner. All holders of contracts with the League teams shall present to the Commissioner in writing three (3) names each for the men who will do the television, radio, color and pre-game and/or post-game shows, and the Commissioner shall select one of such persons for each of the above duties on the basis of what he believes to be in the best interest of the game and the League.

(b) Any broadcaster may be removed by the Commissioner for conduct considered by the Commissioner as detrimental to the League or professional football.

(c) The Constitution and By-Laws of the League as amended from time to time, shall be applicable to any person performing such function.

N-10.2 Subject to the limitations herein set forth, member clubs participating in any game are authorized to telecast and broadcast such game anywhere except as follows:

(a) No club shall cause or permit a game in which it is engaged to be telecast into any area included within the home territory of any other club on the day that such other club is engaged in playing a game at home.

(b) Nothing contained herein shall constitute a grant of right or authority, to any team, to cause or permit telecast of a home game within the home territory. Telecast of a home game within the home territory shall be caused or permitted only by agreement between the participating teams and is subject to the provisions of Section N-10.1.

(c) Each home club grants to the visiting club the exclusive right to permit or license the telecast of the game being played between them both to the visiting club's home territory.

The Commissioner will not approve any contracts that do not contain a provision stating that the contract is subject to Article N-X as now or hereafter in effect.

N-10.3 The sale of radio and television and film rights for the League Championship Game between the winners of the Eastern Conference and the Western Conference shall be under the sole jurisdiction of the Commissioner and be subject to the provisions of Article N-X.

In the League Championship Game:

(1) The home club may broadcast by radio locally and the visiting club to its home city, on a non-exclusive basis from a station located in its home city; provided, (a) said club contributes to the gross receipts of the game (to be divided in the same manner as game receipts are distributed) a fair and equitable sum affixed by the Commissioner in his sole and absolute discretion; and (b) provided the Commissioner approves all sponsors and broadcasters involved in the game.

(2) No television station may carry or broadcast the game if its signal is visible in the home territory (75 miles) of the home club in the city where the game is being played. The Commissioner's decision in this matter shall be final, as per Judge Grim's Decision.

N-10.4 Each club when playing at home shall provide adequate space for use of the visiting club in telecasting and/or broadcasting each game.

N-10.5 The player grants to the club controlling his contract and to the League severally and jointly, the privilege and authority to use his name and/or picture for publicity and/or advertising purposes in newspapers, magazines, motion pictures, game programs and annual roster manuals, radio material, television telecast, and all other publicity and/or advertising media providing such publicity and/or advertising does not in itself constitute an endorsement by that individual player of a commercial product.

N-10.6 All provisions of Article N-X are intended to conform to and are subject to the Final Judgment of the United States District Court for the

Eastern District of Pennsylvania entered December 28, 1953, and as thereafter modified, against the National Football League and certain of its member clubs; in the event of any conflict between the Constitution and By-Laws and said judgment, the provisions of said Final Judgment, as modified, shall prevail.

ARTICLE N-XI SCHEDULE

N-11.1 (A) Subject to the provisions of Sec. N-11.1 (B), the following conditions shall govern and apply in the drafting of the schedule each year, namely:

(a) Each team shall play each other team in its conference home and home games each year.

(b) Interconference games shall be played each year and shall be rotated among the teams in each conference until each team has played a game at home and a game away with each team in the other conference and then such rotation shall be repeated.

(c) Washington will play Baltimore each year either one game at home or one game at Baltimore unless Baltimore and Washington jointly agree to waive such game and elect to be scheduled as prescribed in (b) above.

(d) Whenever reference is made to a Green Bay home game, it is understood that such home game may be scheduled at either Green Bay or Milwaukee, at the election of the Commissioner.

N-11.1 (B) The following conditions shall govern and apply in the drafting of a schedule for the years 1968 and 1969 only, namely:

(a) Each of the four teams in each Division in a conference shall play the other teams in its Division in the conference, home and home games each year.

(b) Each of the four teams in one Division of a conference shall play one game each year with each team in the other Division in its conference; two of such games shall be played at home and two of such games shall be played away each year.

(c) In 1968 each of the four teams in one Division of one conference shall play one interconference game with the four teams in a Division of the other conference; two of such games shall be played at home, and two of such games shall be played away.

(d) In 1969 each of the four teams in one Division of one conference shall play one interconference game with each of the four teams in the Division of the other conference against which such teams did not compete in 1968, two of such games shall be played at home and two of such games shall be played away; despite the foregoing,

no team in the Western Conference will play either the New York Giants or the New Orleans Saints in successive seasons.

(c) At the conclusion of the League schedule in each Division in each conference of the League, the club with the highest winning percentage in the Division will meet the club with the highest percentage in the other Division in the conference for the championship of the conference. In calculating the percentage, tie games shall not be considered as having been played. To determine the percentage, the total number of winning games shall be divided by the total number of games played. In case of a tie in the percentage rating of the leading clubs in a Division in a conference, the league shall determine the winner of the Division by the following rules:

I. If two teams within the Division are tied, then:

- 1) The team with the best point record in games played between the two teams tied shall be named the winner of the Division.
- 2) If sub-paragraph 1) does not decide the matter, if neither has played in a league championship game, then the last of the two teams to play in a Conference Playoff game shall be eliminated and the other team shall be awarded the divisional title. No Conference Playoff game prior to 1967 shall be considered for the purposes of this determination.
- 3) If sub-paragraphs 1) and 2) above are not applicable, then the team that has most recently played in a league championship game shall be eliminated and the other team shall be chosen to represent the Division.
- 4) If none of the foregoing subparagraphs 1), 2) and 3) is applicable, the choice of the team to represent the Division shall be determined by a toss of a coin.

II. If there is a tie involving three or four teams in the Division, then:

- 1) The team with the best percentage record in games played among the three or the four teams, as the case may be, shall be named the winner of the Division.
- 2) If sub-paragraph 1) above does not apply, if two or three teams had better records in games played among the three or four teams tied, the team or teams with the poorest record in games played among such teams shall be eliminated from consideration; then the point differential in games played between the two or more remaining teams shall determine the winner, if a differential exists.
- 3) If neither sub-paragraph 1) and 2) above determines the winner, then the team last participating in a Conference

Playoff game shall be eliminated. No Conference Playoff game prior to 1967 shall be considered applicable for this determination.

- 4) If none of the foregoing subparagraphs 1), 2) and 3) is applicable, then the team last competing in a league championship game shall be eliminated.
- 5) If the foregoing subparagraphs 1), 2), 3) and 4) do not determine a winner, then the winner shall be determined by a flip of a coin.

The site of the conference playoff games for 1967 shall be determined by a flip of a coin prior to the commencement of the 1967 playing season. The site of the Conference Playoff games between divisions of each conference shall be alternated each year. The Commissioner shall authorize the printing of tickets for all Conference Playoff games and shall also supervise the distribution of all revenue therefrom. The provisions of Article N-XIV Section N-14.2 subsections (B), (C), (D), (E) and (F) of the Constitution and By-Laws shall be applicable to Conference Playoff games.

N-11.2 For the year 1969 only, in arranging the schedule for the league the Commissioner shall have the authority to schedule as opponents for Detroit and Dallas in the Thanksgiving Day games any clubs who have not participated in such games since 1963.

ARTICLE N-XII

PLAYER CONTRACTS

N-12.1 The minimum salary for a selected player shall be \$5,000 per year.

N-12.2 In addition to the salary stipulated in paragraph 3 of his contract, each player shall, during the training season, be paid an allowance for expenses to be determined by the club.

ARTICLE N-XIII

CONDUCT OF LEAGUE GAMES

N-13.1 Each player must wear on the back and front of his jersey an identification number that shall be at least eight inches long and four inches wide. The name and number of each player of the visiting team must be furnished to the home team by the visiting club at least six days prior to the scheduled game with the visiting team. Any change in the numbering of a player shall be forthwith communicated to the opposing club.

N-13.2 (A) Subject to the provisions of sub-section (B) hereof, and at the option of the home club, the visiting team in all League games shall wear the colors awarded to such team under Section N-13.3 of this Article, and the home team shall wear white. In the event that the colors of the

Each club in attendance shall furnish information to the Commissioner on its regular scale of admission prices, capacity of the stadium, and such other information as the Commissioner may request.

(E) The sudden death system to determine the winner shall prevail when the score is tied at the end of the regulation playing time of a conference playoff game.

Under this system the team scoring first during overtime play herein provided for, shall be the winner of the game, and the game is automatically ended on any score (including a safety) or when a score is awarded by the referee for a palpably unfair act. Other provisions in respect to the sudden death system shall be as provided in the Rule Book of the League.

(F) Only players eligible to play for the contending club in either one or both of the last two League games of that club will be eligible to compete in the Conference Playoff Game. Eligibility will be determined by reference to the official records in the office of the Commissioner of the League.

ARTICLE N-XV

LEAGUE CHAMPIONSHIP GAME

N-15.1 The League Championship Game shall be played under the supervision, control and direction of the Commissioner. All questions arising in connection with said game not specifically provided for herein, or covered in the playing rules of the League shall be decided by the Commissioner.

N-15.2 The Commissioner shall establish the date, starting time and the ticket price of the game. Tickets shall be printed under the Commissioner's direction, and the cost thereof shall be charged as an expense of the game. Tickets shall be made available as promptly as possible following the determination of the teams to participate therein. There shall be no complimentary tickets for the game.

N-15.3 The Commissioner shall have authority to order the home club to honor reserve seat requests in the following priority:

- (a) Fifty (50) tickets each for the Commissioner and the Director of the publicity department of the League, and fifty (50) tickets for each club of the League.
- (b) Tickets for the visiting club in such quantity as the Commissioner shall decide is necessary to meet the requirements of the visiting club, not to exceed 20% of the available tickets after provision for season ticket holders or other obligations under this Section N-15.3.

The home club is entitled to permit the season ticket holders to purchase for the League Championship Game the same number of seats at the same locations as such season ticket holders held throughout the regular season.

All unsold tickets in possession of the visiting club, together with funds covering any tickets sold by the visiting club, must be returned postage prepaid by registered airmail, special delivery service, U.S. Mail, to the home club not later than midnight of the Thursday preceding the Sunday on which the game is to be played.

N-15.4 The League Championship Game shall not be played earlier than the first Sunday after Christmas. Beginning with the season of 1965 the League Championship Game shall be played on the home grounds of the club winning the Western Conference Championship game; the following year it shall be played in the Eastern Conference, and in the succeeding odd years, it shall be played in the Western Conference; in the even years in the Eastern Conference, unless both clubs agree to a transfer of the game which transfer must be first approved by the Commissioner.

N-15.5 The Commissioner shall select all persons to officiate at the League Championship Game, and in making such selection shall not invite nor be required to observe any recommendations or objections from member clubs, coaches or employees in respect to the officials therein.

N-15.6 Only players eligible to play for the contending club in either one or both of the last two League games of that club shall be eligible to compete in the League Championship Game. Eligibility will be determined by the official records thereof in the office of the Commissioner.

N-15.7 Players on each club shall meet to determine the division of the club's share of the money.

All players eligible to participate in said game, and all regular coaches and the trainers shall receive equal shares. If there is more than one trainer, then the trainers shall divide a minimum of one full share unless the players vote a greater share to the trainers. Additional shares or portions thereof may be voted for coaches, trainers, club attaches, or to any player who had been with the club as a player during the current season provided said player is not then on the roster of any other club in the League. Following such meeting, clubs shall forward to the Commissioner the names of the players and the other participating persons and the amount each is to receive. A disbursement of such shares will then be made by the Treasurer of the League, after approval by the Commissioner.

N-15.8 (A) The visiting club shall be allowed transportation and hotel expenses for fifty-five (55) persons. No player of either club shall be paid any salary other than his share from the receipts of such game, as aforesaid.

(B) Half-time entertainment shall be promoted and provided by the home club under the supervision of the Commissioner, and the cost of the same shall be charged to and paid as an expense of the game.

N-15.9 The game receipts shall include all receipts from the sale of tickets, whether presented for admission or not, and any additional amounts received for radio, television, and motion pictures; such receipts shall be deposited in the League Treasury. The program receipts, including sums for

advertising or sale thereof, shall belong to the home club, and any profit or loss thereon shall be for the account of the home club; neither the League nor the visiting club shall share in the program or be responsible therefor.

N-15.10 After all income from the game from whatever sources derived, has been computed, the Treasurer of the League, after approval by the Commissioner thereof, shall first pay the following amounts therefrom:

- (a) All Federal admission and other taxes, State, Federal or local; the game;
- (b) Stadium rental and all other expenses involved in the staging of the game;
- (c) Such sums as are required to fund the cost of the club contributions to the Bert Bell NFL Player Retirement Plan and the NFL Player Insurance Trust as fixed by resolution of the member clubs of the League;
- (d) Such sums as are required to fund the cost of club contributions to the Front Office and Coaches Pension and Insurance Plans of each club as fixed by resolution of the member clubs of the League; and
- (e) 10% of the monies received for national radio and television rights to the game shall be paid to the League office.

After all of such sums have been paid or deducted, the balance of the income from the game (hereinafter called "net receipts") shall be distributed by the Treasurer of the League as follows:

- (1) 70% of the "net receipts" shall be paid and divided in accordance with the following formula:
 - (i) \$50,000 of the "net receipts" shall be paid to and divided among the players of each of the clubs finishing second in the Eastern and Western Conferences (a total of \$100,000 to the second place clubs);
 - (ii) \$37,500 of the "net receipts" shall be paid to and divided among the players of each of the clubs finishing third in the Eastern and Western Conferences (or a total of \$75,000 to the third place clubs);
 - (iii) The balance thereof to the players of the contesting teams, divided 60% to the winning team and 40% to the losing team.
- (2) The remaining 30% of the "net receipts" shall be divided in the following manner:
 - (i) $\frac{1}{2}$ thereof (15%) shall be paid to each member club whose team participated in the game ($7\frac{1}{2}\%$ to each club); and
 - (ii) $\frac{1}{2}$ thereof (15%) shall be paid to the League Office.

If the game results in a tie score at the end of regulation play, the sudden death system of determining the winner shall prevail as described

100

in Section N-14.2 (E) hereof, and the game will thereafter proceed by quarters with no half-time intermission; rules for time-outs will be the same as in a League game, including rules governing the last two minutes of the second and fourth quarters in any sudden death period.

N-15.11 The club winning the League Championship shall be presented with the Memorial Trophy, to be retained by the club as long as it retains the League Championship title. When the League Championship title passes from one club to another, the club holding the Memorial Trophy must transfer it forthwith to the Commissioner, who in turn shall present it to the new League Championship Club. Each year the winning club shall be given by the League a miniature of the Trophy as its permanent possession.

ARTICLE N-XVI

PRE-SEASON AND POST-SEASON GAMES

N-16.1 The Commissioner may grant permission for two League teams to play against each other in the pre-season provided:

- (a) All teams in each Conference other than the San Francisco club, must schedule four pre-season games each year with four different teams in the opposite Conference; the San Francisco club must schedule three pre-season games each year with three different teams in the opposite Conference, and
- (b) No team other than the San Francisco club may schedule a fifth pre-season game with any team in its own Conference unless both of such teams have scheduled four games with four different teams in the opposite Conference. The San Francisco club may schedule one game with a team in its own Conference provided the San Francisco club has scheduled three games with three different teams in the opposite Conference.
- (c) No team in the Eastern or Western Conference shall be forced to take a second trip East or West and go farther than an equal distance between the cities of the competing teams.
- (d) No team in the League may schedule a pre-season game with a team in another league until it has scheduled four games with four different teams in the League.

N-16.2 The League shall be paid 2% of the gross receipts from all pre-season games after deducting:

- (a) All Federal, State and Municipal taxes assessed upon the sale of tickets, and
- (b) A sum equivalent to 15% of the gross receipts for rental after deducting the foregoing taxes.

101

ARTICLE N-XVII

AMENDMENT OF CONSTITUTION

AND BY-LAWS

N-17.1 Subject to the exception stated in (A) and (B) herein, the Constitution and By-Laws of the League may be altered or amended by the affirmative vote of not less than thirteen (13) member clubs of the League, provided such amendment or alteration was previously submitted in writing to the League, either by a member club no less than thirty (30) days prior to such Annual Meeting, or by the Commissioner no less than twenty (20) days prior to such Annual Meeting.

N-17.2 This Constitution and By-Laws may be altered or amended by a unanimous vote of all the member clubs at any meeting, special, annual or otherwise.

N-17.3 (A) No change or amendment to any section of the Constitution and By-Laws involving or relating to the arrangement under which the Baltimore and Washington franchises are to be operated and handled shall be effective unless approved by the unanimous vote of all member clubs of the League; such arrangement is contained in the provisions of Section

(B) Anything in this Constitution and By-Laws to the contrary notwithstanding, the provisions of Section 3.1 (A) and of this Section N-17.3 may not be altered or amended without the unanimous consent of all members of the League.

N-17.4 Whenever an amendment or alteration to the Constitution and By-Laws is submitted for approval, such must indicate the author of the proposal.

ARTICLE N-XVIII

N-18.1 Each player under contract must be paid a full game salary by his club unless a request for waiver on such player is sent by such club and received by the Commissioner's office prior to 4:00 P.M., New York Time, on the Tuesday prior to the first regular season game of such club and/or before 4:00 P.M., New York Time, on the Tuesday following the playing of any other regular season game unless,

(1) Such player is claimed and is thereafter awarded to the claiming club; in such event the claiming club shall be responsible for any salary due the player because such player was waived after 4:00 P.M., New York Time, as above stated; the claiming club shall also assume the obligation of the player's contract and be responsible for the balance of the salary as stated therein, or

(2) Such player clears waivers and is thereafter signed as a free agent by another club in the same week; in such event, the club signing such player has the option of either immediately activating such player and, if necessary, reimbursing the original club for any salary paid to the player because such player was waived after 4:00 P.M., New York Time, as above stated, or it may elect not to activate such player for its next regular season game, in which event it shall not be required to reimburse the original club for such salary; the claiming club in either event must count such player as an active player and the club shall be subject to the applicable player limit.